

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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|--|---|----------------------------|
| ----- | X | |
| PIRELLI ARMSTRONG TIRE |) | Case No. 1:07-cv-05862-RJH |
| CORPORATION RETIREE MEDICAL |) | |
| BENEFITS TRUST, Derivatively on Behalf |) | ECF |
| of MACY'S, INC., |) | |
| |) | |
| Plaintiff, |) | |
| |) | |
| vs. |) | |
| |) | |
| TERRY J. LUNDGREN, KAREN M. |) | |
| HOGUET, SARA LEVINSON, CRAIG E. |) | |
| WEATHERUP, JOSEPH NEUBAUER, |) | |
| JOSEPH A. PICHLER, JOYCE M. ROCHE, |) | |
| MEYER FELDBERG, MARNA C. |) | |
| WHITTINGTON, KARL M. VON DER |) | |
| HEYDEN, WILLIAM P. STIRITZ, JOEL A. |) | |
| BELSKY, DENNIS J. BRODERICK, |) | |
| THOMAS G. CODY, THOMAS L. COLE, |) | |
| JANET E. GROVE and SUSAN D. |) | |
| KRONICK, |) | |
| |) | |
| Defendants, |) | |
| |) | |
| - and - |) | |
| |) | |
| MACY'S, INC., a Delaware corporation, |) | |
| |) | |
| Nominal Defendant. |) | |
| ----- | X | |

**SUPPLEMENTAL DECLARATION OF MICHAEL A. PLATT
IN SUPPORT OF DEFENDANTS' MOTION TO DISMISS**

I, Michael A. Platt, declare the following under penalty of perjury under the laws of the United States:

1. I am an associate at the law firm of Jones Day, attorneys for defendants Terry J. Lundgren, Karen M. Hoguet, Sara Levinson, Craig E. Weatherup, Joseph Neubauer, Joseph A.

Pichler, Joyce M. Roche, Meyer Feldberg, Marna C. Whittington, Karl M. von der Heyden, William P. Stiritz, Joel A. Belsky, Dennis J. Broderick, Thomas G. Cody, Thomas L. Cole, Janet E. Grove, and Susan D. Kronick. I submit this supplemental declaration to put before the Court true and correct copies of certain documents that are pertinent to Defendants' Motion To Dismiss The Shareholder Derivative Complaint.

2. Attached to this supplemental declaration, under the identified exhibit tabs, are true and correct copies of the following documents:

- | | |
|-----------|---|
| Exhibit 1 | SEC Form 4 filed March 22, 2007 on behalf of Sara Levinson |
| Exhibit 2 | SEC Form 4 filed April 10, 2007 on behalf of Sara Levinson |
| Exhibit 3 | SEC Form 4 filed March 16, 2007 on behalf of Craig E. Weatherup |
| Exhibit 4 | Excerpts from SEC Form DEF 14A filed April 4, 2007 by Federated Department Stores, Inc. ("Federated") (now listed under the ticker symbol M). |

3. I declare under penalty of perjury that the foregoing is true and correct.

Executed on: January 7, 2008
New York, New York

s/ Michael A. Platt
MICHAEL A. PLATT

CERTIFICATE OF SERVICE

The foregoing Supplemental Declaration of Michael A. Platt, dated January 7, 2008, was served on counsel of record on January 7, 2008 by electronic mail through the Court's CM/ECF system and by U.S. Mail to the following:

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